

UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF NEW YORK

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In re:

Chapter 11

FRALEG GROUP, INC.,

Case No.: 22-41410-jmm

Debtor.

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**DECLARATION OF AVRUM J. ROSEN ON BEHALF OF
FRALEG GROUP, INC. REGARDING SOLICITATION OF VOTES
AND TABULATION OF BALLOTS ACCEPTING AND REJECTING
DEBTOR'S CHAPTER 11 PLAN OF REORGANIZATION**

I, Avrum J. Rosen, duly affirm under penalty of perjury that the following is true and correct:

1. I am the managing member of the Law Offices of Avrum J. Rosen, PLLC, located at 38 New Street, Huntington, New York 11743. I am over the age of eighteen years and not a party to the above-captioned bankruptcy case. Unless otherwise noted, I have personal knowledge of the facts set forth herein.

2. I submit this declaration with respect to the solicitation of votes and the tabulation of ballots cast on the Debtor's Amended Plan of Reorganization dated October 13, 2022 [Dkt. No. 52] (the "Amended Plan") (as may be amended, supplemented, or modified from time to time, the "Plan")¹. Except as otherwise noted, all facts set forth herein are based on my personal knowledge, knowledge that I acquired from individuals under my supervision, and my review of the relevant documents. I am authorized to submit this declaration on behalf of the Debtor. If I were called to testify, I could and would testify competently as to the facts set forth herein.

¹ Unless otherwise defined herein, all capitalized terms shall have the meanings ascribed to them in the Plan (as defined below), as applicable.

I. Service and Transmittal of Solicitation Packages

3. The Court entered the Amended Order (I) Conditionally Approving the Amended disclosure Statement Filed by the Debtor; (II) Approving Solicitation Procedures; and (III) Fixing the Date for a Hearing on the Confirmation of Plan or Reorganization [Dkt. No. 56] (the “Confirmation Hearing Order”).

4. The procedures adhered to for the solicitation and tabulation of votes are consistent with those outlined in the Plan, and in the Ballots distributed to parties entitled to vote on the Plan (collectively, the “Solicitation Procedures”). I supervised the solicitation and tabulation performed by my firm.

5. Consistent with the Plan and the Solicitation Procedures, only Holders of Claims in Class 1, Agreed CAF Secured Claim were entitled to vote to accept or reject the Plan (“Voting Class”). No other classes under the Plan were entitled to vote on the Plan.

6. On October 20, 2022, in accordance with the Confirmation Hearing Order, my firm served the Confirmation Hearing Order and Solicitation Package (as defined under the Confirmation Hearing Order) on the holder of the Class 1 Claim. An affidavit of service was filed attesting to said service [Dkt. No. 59].

II. General Tabulation Process

7. Further, in accordance with the Solicitation Procedures, my firm reviewed, determined the validity of, and tabulated the ballot submitted to vote on the Plan from CAF. The Ballot was returned by electronic mail and was received by me personally at the email contained in the Ballot instructions.

8. My firm is in possession of all ballots received by it, and copies of the same are available for review.

III. The Voting Results

9. The results of the aforementioned tabulation of Valid Ballots received are set forth below (the “Final Tabulation Results”).

| CLASS | TOTAL BALLOTS RECEIVED | | | |
|------------------------------------|---|---|---|---|
| | Accept | | Reject | |
| | Amount (% of Amount/Share voted) | Number (% of Amount/Share voted) | Amount (% of Amount/Share voted) | Number (% of Amount/Share voted) |
| Class 1 – Agreed CAF Secured Claim | 4,500,000.00 ² (100%) | 1 (100%) | \$0.00 (0%) | \$0.00 (0%) |

10. Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury that the foregoing statements are true and correct to the best of my knowledge, information, and belief.

11. Accordingly, the only voting class (Class 1 – Agreed CAF Secured Claim) has accepted the plan.

Dated: Huntington, New York
November 10, 2022

Law Offices of Avrum J. Rosen, PLLC
Counsel for the Debtor

By: /s/ Avrum J. Rosen
Avrum J. Rosen, Esq.

² Value determined as per agreement in the Plan.